

3-0471
WILMINGTON

THE BILTRITE CORPORATION

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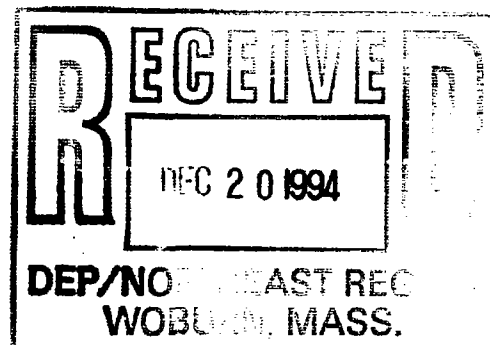
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December 19, 1994

CERTIFIED MAIL, RETURN RECEIPT REQUESTED

Valerie A. Armstrong
Environmental Analyst
Massachusetts Department of
Environmental Protection
10 Commerce Way
Woburn, MA 01801



Re: Wilmington Olin Chemical Site - 51 Eames Street
Wilmington, MA, RTN No. 3-0471

Dear Ms. Armstrong:

This letter responds to Stephen M. Johnson's letter dated October 17, 1994 requesting from The Biltrite Corporation ("TBC") information relating to the above-captioned site (the "site"). As noted in Roscoe Trimmier, Jr.'s letter to Mr. Johnson dated April 29, 1994, TBC does not believe that it is a responsible party within the meaning of Mass. Gen. L. ch. 21E. As also noted in that letter, TBC's liability with respect to the site under, inter alia, Chapter 21E, if any, is the subject of ongoing litigation between Olin Corporation ("Olin") and other defendants in the case styled Olin Corporation v. Fisons PLC, et al., C.A. No. 93-11166-WF, currently pending in the United States District Court for the District of Massachusetts.

TBC wishes to again make clear that it believes Olin is primarily responsible for the environmental condition of the property and that it should bear the cost of any required remediation. TBC also requests that DEP send any further correspondence concerning this request for information, or any other matter related to the above-captioned site, directly to Roscoe Trimmier, Jr. at Ropes & Gray, One International Place, Boston, MA 02110-2624.

Notwithstanding the foregoing, pursuant to Mass. Gen. L. ch. 21E §§ 2, 4 and 8 and 310 C.M.R. § 40.0165, TBC hereby responds to DEP's Requests For Information (the "Requests") as follows:

GENERAL OBJECTIONS

TBC objects to the Requests on the following general grounds. These general objections apply to each Request and are hereby incorporated by reference into each answer or objection provided in response thereto.

1. TBC objects generally to the Requests (including the definitions and instructions set forth therein) to the extent they seek to impose obligations beyond those set forth in Mass. Gen. L. ch. 21E, 310 C.M.R. § 40.0165, the Massachusetts Rules of Civil Procedure and/or the Federal Rules of Civil Procedure.
2. TBC objects generally to the Requests to the extent they seek information protected by the attorney-client privilege, the joint-defense privilege, the attorney work-product doctrine, Fed. R. Civ. P. 26(b) or any other applicable privilege or protection. In responding to the Requests, no privileged or otherwise protected material has been provided. To the extent that any such material is provided, the provision of such information is inadvertent and does not waive the applicable privilege or protection.
3. TBC objects generally to the Requests to the extent they require TBC to provide photocopies of each document referred to in the Requests at TBC's own expense. TBC will provide a detailed index of its documents and will make such documents available for inspection and copying at reasonable times upon reasonable notice and at DEP's expense. In addition to its own documents, TBC notes that it has received copies of numerous additional documents that may contain information relevant to TBC's response from Olin Corporation and Stepan Company in connection with the ongoing litigation in Federal District Court. The originals of such documents are not in TBC's possession. TBC will make any such documents it possesses available for DEP's inspection and copying at reasonable times upon reasonable notice and at DEP's expense.
4. TBC objects generally to the Requests to the extent they are vague and ambiguous.

REQUESTS, RESPONSES AND OBJECTIONS

Request No. 1. Did you ever own or operate a manufacturing plant located at 51 Eames Street, Wilmington, Massachusetts ("the site"), doing business as National Polychemicals, Inc. ("NPI")?

Response No. 1. TBC objects to this request as calling for a legal conclusion. TBC states that American Biltrite Rubber Company ("ABR") owned all of the stock of the entity doing business as NPI for the period from 1959 to approximately January 1964. During that period NPI operated as an independent, wholly-owned subsidiary of ABR. In May of 1973, ABR changed its name to American Biltrite, Inc. ("ABI"). Certain assets of ABI were transferred to TBC, a newly formed corporation, in 1982. In February of 1964, NPI's assets were sold to Whiffens, Inc. ("Whiffens"). Whiffens was a wholly-owned subsidiary of Fisons, Ltd. Whiffens changed its name to National Polychemicals, Inc. ("NPI-2") in February of 1964. NPI-2 operated as a wholly-owned subsidiary of either Fisons Ltd., Fisons Corp. or Stepan Chemical Company ("Stepan") until approximately 1971 when NPI-2 merged into Stepan.

Request No. 2. Did you ever own or operate a manufacturing plant located at the site, doing business as Lee Patten Seed Co., Doggett-Pfeil, or Patco Products (collectively "Patco")?

Response No. 2. No.

Request No. 3. Describe in detail the relationship of your company with NPI. Your description should include information about common ownership between you and NPI and your ownership of NPI.

Response No. 3. TBC refers to its response to Request No. 1, which response is hereby incorporated by reference.

Request No. 4. Describe in detail the relationship of your company with Patco. Your description should include information about common ownership between you and Patco and your ownership of Patco.

Response No. 4. None.

Request No. 5. Identify the time periods during which you owned or operated the plant, as described in Question #1 and #2, and state the date(s) on which your company began generating, storing, treating, releasing, disposing of, or transporting oil and/or hazardous materials(s) to or from the site, and the time periods during which you were related to NPI or to Patco, as described in Question #3 and #4. For the remainder of these

Questions, the "relevant time period" includes all of the time periods identified here.

Response No. 5. TBC objects to this question as calling for a legal conclusion, but TBC refers to its responses to Requests Nos. 1-4, which responses are hereby incorporated by reference. Responding further, TBC states that ABI's connection to the site was as owner of NPI's stock and as transferor of NPI's assets to Whiffens. Upon information and belief, NPI began operations at the site in approximately 1953. Upon information and belief, during the period of time from approximately 1953 to 1986 (the "relevant time period"), certain chemical manufacturing operations took place at the site which may have resulted in the generation, storage, treatment, release, disposal or transportation of oil and/or hazardous material(s) to or from the site. In addition, TBC states that it has no relationship to or knowledge of the activities of, Patco.

Request No. 6. Identify all persons with knowledge or information relating to the subject matter of questions #1 - #5.

Response No. 6. TBC states that, upon information and belief, the following persons may have knowledge or information relating to questions 1-5: Olin and its agents, representatives and attorneys; Stepan and its agents, representatives and attorneys; Fisons PLC, Fisons Ltd., Fisons Corporation and their agents, representatives and attorneys; Nor-Am Chemical Company and its agents, representatives and attorneys; the former employees, agents, representatives and attorneys of NPI-1 and NPI-2; the various John Does identified in Olin's complaint; and ABI and TBC.

Request No. 7. Describe in detail operations conducted at the site during the relevant time period. Provide a detailed description of your company's practices regarding the quantity and type of oil and/or hazardous material(s) that may have been present, generated, stored, treated, released, disposed of by, or transported from or by your facility(s). For each year included in your response, your description should:

- (a) Identify any and all persons known to you to have transported, released, disposed of, or accepted for disposal, oil and/or hazardous material in relation to the above-referenced area. Provide the name, present or last known business address and business telephone number, and present or last known home address and home telephone number of any such person(s).
- (b) The type, composition, and quantity of, any oil and/or hazardous material(s) that had been present, generated,

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stored, treated, released, disposed of by, or transported from or by, your facility(s).

- (c) For all materials described in (b), identify the dates and locations at which these materials were present, generated, stored, treated, released, disposed of by, or transported from or by, your facility(s).
- (d) Identify volumes of raw materials used for each process, by products of each process (including volumes), and all plant wastes (indicating any process from which they resulted), including volumes.
- (e) Identify all documents which relate to or concern the presence, generation, storage, treatment, release, disposal, or transport of oil and/or hazardous materials at the site. Provide copies of all such documents in your possession, custody, or control. The term "document", refers to, but is not limited to any bill of lading, manifest, purchase order, contract, invoice, receipt, endorsement, check, correspondence, record book, minutes, memorandum of conversations or meetings, interoffice or intraoffice communications, photostat or other copy of any documents, microfilm or other film records, photographs, or sound recordings.

Response No. 7. TBC states that to its knowledge and belief no persons at TBC have personal knowledge or information responsive to this Request. Responding further, TBC states that it has conducted a thorough search of its documents in connection with the litigation styled Olin Corporation v. Fisons PLC, et al., C.A. No. 93-11166-WF and that such documents have been collected and are available for inspection and copying at reasonable times upon reasonable notice at the offices of Ropes & Gray, One International Place, Boston, MA. Should you wish to inspect and/or copy such documents, please call Timothy J. Hinkle, Esq., at (617) 951-7610. To the extent TBC possesses any information responsive to this request, that information is contained in such documents. For convenience, we attach hereto as Exhibit A a detailed index of all documents produced by TBC in connection with the above-referenced litigation. In addition to the foregoing documents, TBC has received from Olin and Stepan approximately 50 boxes of documents which may also contain information responsive to DEP's request. TBC is currently in the process of reviewing such documents. The originals of such documents are in the possession of Olin, Stepan or their attorneys. TBC will make such documents as it possesses available to DEP for inspection and copying at reasonable times upon reasonable notice. These additional Stepan/Olin documents are a subset of the approximately 300 boxes of documents produced

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by Olin and Stepan in the above-referenced litigation in Washington D.C. and at the Wilmington plant. TBC attaches hereto as Exhibit B all document indices it has received from other defendants or Olin in connection with the above-referenced litigation.

Request No. 8. Describe any use or storage of pesticides on the site during the relevant time period. Include the trade or common name, dates of their use or storage; volumes; chemical composition and formula; location within the plant in which they were stored; and the manner in which they were used at the plant.

Response No. 8. TBC states that it does not possess any responsive information except to the extent that it is contained in documents as set forth in Response No. 7 above, which response is hereby incorporated by reference.

Request No. 9. Identify any oil or hazardous materials used or stored on site, during the relevant time period, that are not included in your responses to Questions #7 and #8. Include trade or common names, dates of their use or storage; volumes; chemical composition and formula; location within the plant in which they were used or stored; and the manner in which they were used at the plant.

Response No. 9. TBC states that it does not possess any responsive information except to the extent that it is contained in documents as set forth in Response No. 7 above, which response is hereby incorporated by reference.

Request No. 10. Describe in detail the practices for storage, treatment, and disposal of wastes at the site during the relevant time period. Your description should include information about storage, treatment, and disposal of wastes from all plant processes and information about any waste storage, treatment, or disposal in any pits, lagoons, ponds, or impoundments at the property, including volumes of waste stored, treated, or disposed.

Response No. 10. TBC states that it does not possess any responsive information except to the extent that it is contained in documents as set forth in Response No. 7 above, which response is hereby incorporated by reference.

Request No. 11. Describe the design, construction, expansion, dredging or other maintenance of any pits, lagoons, ponds, or impoundments at the site during the relevant time period.

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Response No. 11. TBC states that it does not possess any responsive information except to the extent that it is contained in documents as set forth in Response No. 7 above, which response is hereby incorporated by reference.

Request No. 12. Describe any spills or other releases to the environment at the site of the materials identified in response to questions #7 - #9, including:

- (a) type of material;
- (b) quantities spilled or released;
- (c) date of spill or release;
- (d) location of spill or release; and
- (e) how the spill or release occurred.

Response No. 12. TBC incorporates by reference its responses to Requests Nos. 7-9. Responding further, TBC states that it does not possess any responsive information except to the extent that it is contained in documents as set forth in Response No. 7 above, which response is hereby incorporated by reference.

Request No. 13. Describe any and all activities undertaken in response to each spill or release described in Question #12.

Response No. 13. TBC incorporates by reference its response to Request No. 12. Responding further, TBC states that it does not possess any responsive information except to the extent that it is contained in documents as set forth in Response No. 7 above, which response is hereby incorporated by reference.

Request No. 14. Identify all persons with knowledge or information relating to the subject matter of Question #7 - #13.

Response No. 14. TBC incorporates by reference its responses to Requests Nos. 7-13. Responding further, TBC states that it does not possess any responsive information except to the extent that it is contained in documents as set forth in Response No. 7 above, which response is hereby incorporated by reference. In addition, TBC states that it believes Henry R. Lasman, 56 Hillcrest Drive, Falmouth, MA 02540, may have information relating to the subject matter of Requests Nos. 7-13.

Request No. 15. Describe in detail the use of drums or drum-like containers at the site for the storage or disposal of any waste, off-spec product, unused raw material, or other substance during the relevant time period.

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Response No. 15. TBC states that it does not possess any responsive information except to the extent that it is contained in documents as set forth in Response No. 7 above, which response is hereby incorporated by reference. In addition, TBC states that, based upon various aerial photographs of the site, which photographs are included in the documents described more fully in TBC's response to Request No. 7, it appears that drums were stored in several areas of the site for an unknown period of time at various times during the relevant time period. The contents of such drums, if any, are not apparent from such photographs. TBC is not aware of any instances of such drums being buried on or at the site during the relevant time period.

Request No. 16. Describe any instances of drum burial at the site during the relevant time period. Include:

- (a) type of material contained in the drum;
- (b) quantity of material and number of drums buried;
- (c) date of burial;
- (d) location of burial; and
- (e) why the burial occurred.

Response No. 16. TBC refers to its response to Request No. 15, which response is hereby incorporated by reference.

Request No. 17. Identify all persons with knowledge or information relating to the use or burial of drums described in Question #15 and #16.

Response No. 17. TBC refers to its response to Request No. 15, which response is hereby incorporated by reference.

Request No. 18. Did you, your parent corporation, or any other affiliated corporation supply raw materials or technical grade product to NPI? If so, describe in detail the terms of each arrangement to supply such materials, including the terms of any tolling or formulator arrangements, dates of such arrangements, and the identity of the parties to the arrangements.

Response No. 18. TBC states that it does not possess any responsive information except to the extent that it is contained in documents as set forth in Response No. 7 above, which response is hereby incorporated by reference.

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Request No. 19. Did you, your parent corporation, or any other affiliated corporation arrange for your (or its) products to be stored or repackaged at the site? If so, describe in detail the terms of such arrangements, including compensation to NPI for its work or for the use of space, the length of time such products were kept at the site, the location within the plant where such products were stored or repackaged, and the reason for the use of the site for such storage or repackaging.

Response No. 19. TBC states that it does not possess any responsive information except to the extent that it is contained in documents as set forth in Response No. 7 above, which response is hereby incorporated by reference.

Request No. 20. Identify all persons with knowledge or information relating to your responses to Questions #18 and #19.

Response No. 20. TBC incorporates by reference its responses to Requests Nos. 18 and 19. Responding further, TBC states that it does not possess any responsive information except to the extent that it is contained in documents as set forth in Response No. 7 above, which response is hereby incorporated by reference.

Request No. 21. Describe in detail any assumption by your, or by any affiliated corporation, of liabilities of NPI.

Response No. 21. TBC states that, contained in the documents which will be made available for inspection and copying as set forth in TBC's response to Request No. 7, is a document identified as Bill of Sale and General Conveyance (AB00313-AB00319), which document, a copy of which is attached hereto as Exhibit C, may contain information relevant to Request No. 21. TBC further states that such document is a legal document which speaks for itself.

Request No. 22. Identify all persons who may be responsible for the liabilities of your company arising from or relating to the release or threatened release of materials and oil at the site, including but not limited to successors and individuals.

Response No. 22. TBC states that it does not believe it has any liability arising from or related to the release or threatened release of materials and oil at the site. In addition, TBC states that Olin, Stepan, Nor-Am, Fisons PLC, the Joe Does identified in Olin's complaint and ABI may be responsible for all or a portion of any liability of TBC arising from or relating to the release or threatened release of materials and oil at the site.

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Request No. 23. Identify all persons with knowledge or information relating to your response to Questions #21 and #22.

Response No. 23. TBC incorporates by reference its responses to Requests Nos. 21 and 22. Responding further, TBC states that persons with such knowledge or information may include the following: Olin Corporation, its agents, representatives and attorneys; Stepan Company, its agents, representatives and attorneys; Nor-Am, its agents, representatives and attorneys; Fisons PLC, its agents, representatives and attorneys; the John Does identified in Olin's complaint; and, ABI, its agents, representatives and attorneys. In addition, the documents described in TBC's response to Request No. 7, which response is hereby incorporated by reference, may contain information responsive to this request.

Request No. 24. For each Question, provide copies of all documents containing information relating to your response to such Question.

Response No. 24. TBC makes reference to paragraph 3 of its General Objections and to TBC's response to Request No. 7, which general objection and response are hereby incorporated by reference.

Request No. 25. Identify the current custodian and location of each document provided in response to these Questions.

Response No. 25. TBC hereby incorporates by reference its response to Request No. 7.

Request No. 26. Describe all of your efforts to obtain documents to respond to these Questions and identify each person who participated in such efforts.

Response No. 26. TBC states that documents and other information contained or otherwise referenced in TBC's responses to these Requests were assembled in connection with the ongoing discovery process associated with the litigation styled Olin Corporation v. Fisons PLC, et al., C.A. No. 93-11166-WF. In addition, TBC states that persons who participated in such discovery efforts include TBC and its attorneys.

Request No. 27. Identify any previous owner(s) and/or operator(s) of the site.

Response No. 27. TBC hereby incorporates by reference its response to Request No. 1.

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Request No. 28. Provide any other information that you have in your possession, or to which you may have access, that relates to the presence, generation, storage, treatment, release, disposal, or transport of oil and/or hazardous material(s) at, to, or from, the site.

Response No. 28. TBC hereby incorporates by reference its responses to Requests Nos. 1-27.

Sincerely,

Gerald H. Weinstein / THH
Gerald H. Weinstein

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